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# **Early Warning Press Release**

Toronto, ON - August 14, 2015 - Big Rock Labs Inc. (the "Company") (CSE: BLA) (FSE: BR1). This press release is being disseminated as required by National Instrument 62-103 – *The Early Warning System and Related Take Over Bids and Insider Reporting Issues*, in connection with the filing of an early warning report regarding the acquisition of common shares of the Company by Harald Seemann.

On August 14, 2015, Mr. Seemann, a director and officer of the Company, acquired ownership and control of an additional 3,872,075 common shares of the Company (the "Additional Shares"), representing approximately 20.7% of the 18,730,000 issued and outstanding common shares of the Company. After this acquisition, Mr. Seemann's total holdings are 11,189,702 common shares and 300,000 incentive stock options. The 11,189,702 common shares held by Mr. Seemann represent approximately 59.7% of the issued and outstanding common shares of the Company. Mr. Seemann has advised the Company that he does not intend to acquire full control of the Company.

Mr. Seemann's address is 386 Yonge Street, Unit 5016, Toronto ON M5B 0A5. Mr. Seemann acquired the Additional Shares privately from a transferor for investment purposes at a price of C\$0.02 per common share for total proceeds of C\$77,441.50. Of the Additional Shares, 774,425 common shares were free trading at the time of the transaction, while 3,097,650 common shares were restricted by a stock restriction agreement. Mr. Seemann entered into a joinder to a stock restriction agreement with the Company and the transferor, whereby the Additional Shares subject to a stock restriction agreement may not be transferred or sold except as to proportions vesting as follows:

Vesting Date	Significance of Date	Proportion of Common Shares Vesting	Number of Common Shares
June 2, 2014	Listing Date	1/10 of the Shares	309,765
December 2, 2014	6 months after the Listing Date	1/6 of the remainder of the Shares	464,648
June 2, 2015	12 months after the Listing Date	1/5 of the remainder of the Shares	464,648
December 2, 2015	18 months after the Listing Date	1/4 of the remainder of the Shares	464,648
June 2, 2016	24 months after the Listing Date	1/3 of the remainder of the Shares	464,647

December 2, 2016	30 months after the Listing Date	1/2 of the remainder of the Shares	464,647
June 2, 2017	36 months after the Listing Date	The remainder of the Shares	464,647
TOTAL			3,097,650

Mr. Seemann has relied on section 2.7 of National Instrument - 45-106 *Prospectus Exemptions* in connection with the acquisition of the Additional Shares as he is a founder of the Company.

#### **About the Company**

Big Rock Labs Inc. (CSE: BLA) (FSE: BR1) is an emerging Canadian technology company that specializes in digital product research and development. The Company is currently developing Reach, an iPhone, iPad and Android app, to capitalize on the fast-growing sharing economy. Big Rock has a team of expert software engineers who create digital products that engage and retain users through unique experiences. Further information about Big Rock Labs is available at www.bigrocklabs.com and on the CSE website: www.thecse.com

## **Big Rock Labs Contact**

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The CSE has not reviewed, nor approved or disapproved the content of this press release.

### **Forward-Looking Information**

This press release may include forward-looking information within the meaning of Canadian securities legislation concerning the business of the Company. Forward-looking information is based on certain key expectations and assumptions made by the management of the Company, including future plans for development of technologies by the Company. Although the Company believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. The Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended, or any applicable securities laws or any state of the United States and may not be offered or sold in the United States or to the account or benefit of a person in the United States absent an exemption from the registration requirements.